

REXEL
189-193, boulevard Malesherbes
75017 Paris, France
VP, Group General Counsel & Corporate Secretary
Fax No.: + 33 1 42 85 92 03

12 April 2013

BNP Paribas Trust Corporation UK Limited
as Trustee
55 Moorgate
London
EC2R 6PA
Fax No.: 020 7595 5078
Attention: the Directors

CACEIS Bank Luxembourg Common Depository Account
5 Allée Scheffer
L-2520 Luxembourg
Grand Duchy of Luxembourg
Fax No.: +352 4767 7313

Rexel
8.25% Senior Notes due 2016

Dear Sir or Madam:

We refer to the Notice of Conditional Full Redemption (the "Notice of Redemption") given by us to you on 19 March 2013 pursuant to the Trust Deed, dated as of 21 December 2009, as supplemented (including by the First Supplemental Trust Deed dated as of 20 January 2010), among Rexel and BNP Paribas Trust Corporation UK Limited, as Trustee (the "Trust Deed"), with respect to all of our outstanding 8.25% Senior Notes due 2016 issued under the Trust Deed, for which ISIN code is XS0473749959 (the "Notes") and the full redemption thereof. Capitalized terms used and not otherwise defined herein have the meanings given thereto in the Notice of Redemption.

We hereby confirm that the Condition Precedent has been satisfied and the Redemption Date will occur on 17 April 2013.

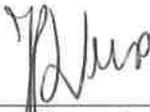
We hereby notify you that the Redemption Price with respect to the redeemed Notes is equal to €1,120.13 per €1,000 principal amount of the Notes and consists of the following:

- (a) 100% of the principal amount, €1,000 per €1,000 principal amount of the Notes, *plus*
- (b) the Applicable Premium (as defined in the Trust Deed) as of the Redemption Date equal to €92.17 per €1,000 principal amount of the Notes, *plus*
- (c) the accrued but unpaid interest to the Redemption Date equal to €27.96 per €1,000 principal amount of the Notes.

[Signature page follows]

Very truly yours,

REXEL

By: 

Name: Jean-François Deiss

Title: Treasurer and Vice President

By: 

Name: Benoît Dutour

Title: Secretary and Vice President

cc: CACEIS Bank Luxembourg S.A.
as Principal Paying Agent and Registrar
5 allée Scheffer
L-2520 Luxembourg
Grand Duchy of Luxembourg
Fax No.: +352 47 67 73 13
Attention: Corporate Trust Department – Issuer's Services